

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

BECTON, DICKINSON AND COMPANY,
GENEOHM SCIENCES CANADA, INC.
and HANDYLAB, INC.,

Plaintiffs,

v.

NEUMODX MOLECULAR, INC.,

Defendant.

C.A. No. 19-1126-LPS

**STIPULATION RELATING TO PLAINTIFFS’
MOTION TO AMEND TO JOIN CERTAIN QIAGEN ENTITIES
AND PLAINTIFFS SECOND AMENDED AND SUPPLEMENTAL COMPLAINT**

Whereas, Plaintiffs filed a Motion for Leave to Amend and Supplement Complaint to include as defendants Qiagen N.V., Qiagen GmbH, Qiagen North American Holdings, Inc. (“Qiagen NA”) and Qiagen LLC (“Plaintiffs’ Motion to Amend”) (*see* D.I. 127);

Whereas, Plaintiffs included its Second Amended and Supplemental Complaint as Exhibit A to Plaintiffs’ Motion to Amend (*see* D.I. 127, Ex. A);

Whereas, NeuMoDx Molecular, Inc. (“NeuMoDx”) opposed Plaintiffs’ Motion to Amend based primarily on concerns regarding the case schedule and unfair prejudice that may result by the addition of Qiagen N.V., Qiagen GmbH, Qiagen NA, and Qiagen LLC (*see* D.I. 133);

Whereas, Qiagen NA and Qiagen GmbH have consented to be joined to the above-captioned litigation on the terms set forth below;

Whereas, Qiagen N.V. and Qiagen LLC have not consented to be joined to the above-captioned litigation and reserve any and all rights to oppose any attempt by Plaintiffs to join them;

Whereas, NeuMoDx is willing to withdraw its opposition to Plaintiffs' Motion to Amend on the terms set forth below;

Whereas, Plaintiffs are willing to agree to the terms below to add Qiagen NA and Qiagen GmbH to the above-captioned litigation and to obtain NeuMoDx's agreement to withdraw its opposition to Plaintiffs' Motion to Amend; and

Whereas, Plaintiffs, NeuMoDx, Qiagen NA, and Qiagen GmbH collectively submit that this stipulation serves the interest of judicial efficiencies and economies by, among other things, resolving Plaintiffs' Motion to Amend and eliminating additional motion practice that may result from Plaintiffs' attempt to join Qiagen NA, Qiagen GmbH, Qiagen NV, and Qiagen LLC.

Wherefore, the parties stipulate and agree as follows:

1. NeuMoDx agrees to withdraw its opposition (D.I. 133) to Plaintiffs' Motion to Amend (D.I. 127) and will not object to Plaintiffs' request that their motion be granted.
2. Plaintiffs shall promptly file and serve the Second Amended and Supplemental Complaint within three (3) business days of the Court's order granting Plaintiffs' Motion to Amend (D.I. 127).
3. Qiagen NA and Qiagen GmbH agree to accept service of Plaintiffs' Second Amended and Supplemental Complaint through outside counsel for NeuMoDx.
4. Within three (3) business days of service, the parties, including Qiagen NA and Qiagen GmbH (but not Qiagen N.V. and Qiagen LLC), shall then promptly execute and file the attached stipulated dismissal, Exhibit 1, dismissing Qiagen N.V. and Qiagen LLC from this case. For avoidance of doubt, Qiagen N.V. and Qiagen LLC shall not be involved in this litigation and Plaintiffs shall not later seek to join Qiagen N.V. or Qiagen LLC to this lawsuit absent good cause.

5. Qiagen NA and Qiagen GmbH shall answer Plaintiffs' Second Amended and Supplemental Complaint, but they expressly reserve all rights to challenge personal jurisdiction or venue in connection with any other complaint or litigation and this stipulation shall not be used against Qiagen NA or Qiagen GmbH in any such future challenge.

6. The parties agree to cooperate in good faith to amend the current scheduling order to allow for reasonable extensions to the discovery deadlines to allow for this case to orderly proceed and without unfair prejudice to any party in this litigation, and on the understanding that Plaintiffs agree to conduct only reasonable discovery of Qiagen NA and Qiagen GmbH.

7. To the extent necessary, and for purposes of this litigation only, Qiagen NA and Qiagen GmbH shall (A) collect relevant documents and information from Qiagen N.V. or Qiagen LLC and shall not argue that they are unable to produce documents, information, or witnesses in the possession, custody, or control of Qiagen N.V. or Qiagen LLC; and (B) not argue that any act or statement of Qiagen N.V. or Qiagen LLC is not attributable to Qiagen NA and Qiagen GmbH to avoid liability of or relief on any claim asserted by Plaintiffs in Plaintiffs' Second Amended and Supplemental Complaint. With respect to 7(B), defendants will not object to the admission of such acts or statements in this case on the basis of any corporate distinction between Qiagen NV or Qiagen LLC, on the one hand, and Qiagen GmbH or Qiagen NA, on the other. Qiagen GmbH and Qiagen NA reserve all rights to object to such proposed evidence for any other reason.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Michael J. Flynn

Michael J. Flynn (#5333)
Andrew M. Moshos (#6685)
1201 North Market Street
P.O. Box 1347
Wilmington, DE 19899
(302) 658-9200
mflynn@mnat.com
amoshos@mnat.com

Attorneys for Plaintiffs

February 18, 2021

FARNAN LLP

/s/ Michael J. Farnan

Brian E. Farnan (#4089)
Michael J. Farnan (#5165)
919 North Market Street, 12th Floor
Wilmington, DE 19801
(302) 777-0300
bfarnan@farnanlaw.com
mfarnan@farnanlaw.com

Attorneys for Defendant

EXHIBIT 1

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

BECTON, DICKINSON AND COMPANY,
GENEOHM SCIENCES CANADA, INC.
and HANDYLAB, INC.,

Plaintiffs,

v.

QIAGEN N.V., QIAGEN GMBH, QIAGEN
NORTH AMERICAN HOLDINGS, INC.,
QIAGEN LLC, and NEUMODX
MOLECULAR, INC.,

Defendants.

C.A. No. 19-cv-1126-LPS

STIPULATION DISMISSING
QIAGEN N.V. AND QIAGEN LLC

Whereas, Plaintiffs, NeuMoDx Molecular, Inc., Qiagen North American Holdings, Inc., and Qiagen GmbH collectively submit that this stipulation serves the interest of judicial efficiencies and economies by, among other things, dismissing Qiagen N.V. and Qiagen LLC.

Wherefore, the parties stipulate and agree as follows:

1. Qiagen N.V. and Qiagen LLC are hereby dismissed from this case.
2. Pursuant to the parties' Stipulation Relating to Plaintiffs' Motion to Amend to Join Certain Qiagen Entities and Plaintiffs' Second Amended and Supplemental Complaint, Plaintiffs shall not later seek to join Qiagen N.V. or Qiagen LLC to this lawsuit absent good cause.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

FARNAN LLP

Michael J. Flynn (#5333)
Andrew M. Moshos (#6685)
1201 North Market Street
P.O. Box 1347
Wilmington, DE 19899
(302) 658-9200
mflynn@mnat.com
amoshos@mnat.com

Attorneys for Plaintiffs

February __, 2021

Brian E. Farnan (#4089)
Michael J. Farnan (#5165)
919 North Market Street, 12th Floor
Wilmington, DE 19801
(302) 777-0300
bfarnan@farnanlaw.com
mfarnan@farnanlaw.com

Attorneys for Defendants